

September 21, 2023

VIA ECF

The Honorable Martin Glenn
Chief Bankruptcy Judge
United States Bankruptcy Court for the Southern District of New York
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**Re: *In re Celsius Network LLC, et al.*, Case No. 22-10964 (MG) – REQUEST
FOR ADDITIONS OR MODIFICATIONS TO CONFIRMATION
HEARING PROCEDURES**

Dear Chief Judge Glenn:

White & Case LLP is counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-referenced chapter 11 cases. The Committee writes pursuant to paragraph 7 of the *Order Establishing Case Management Procedures for the Confirmation Hearing* [Dkt. No. 3478] (the “Confirmation Procedures Order”) to request an extension of the deadline to file written direct testimony in support of confirmation of the *Joint Chapter 11 Plan of Reorganization of Celsius Network LLC and its Debtor Affiliates* [Dkt. No. 3319] (the “Plan”). The current deadline is September 27, 2023, at 5:00 p.m. ET. For the reasons set forth below, the Committee requests that the Court extend the deadline to October 11, 2023 at 5:00 p.m. ET for two fact witnesses that it may call at the second week of the Confirmation Hearing concerning the value of CEL Token on July 13, 2022 (the “Petition Date”).

Based on its conversations with the Debtors, the Confirmation Procedures Order, and the Court’s *Notice of Schedule for Confirmation Hearing* [Dkt. No. 3356], the Committee understands that the first week of the Confirmation Hearing, beginning October 2, 2023, will concern the case in support of confirmation of the Plan and the approval of the CEL Token Settlement under Bankruptcy Rule 9019, if applicable. The second week of the Confirmation Hearing, beginning October 16, 2023, will concern the cases presented by those opposing confirmation and the value of CEL Token on the Petition Date, if necessary.

The Committee intends to present expert testimony on the value of the CEL Token. Its expert report will be served on September 22, 2023, and the direct testimony of such expert will be filed on September 27, 2023. The Committee may call two fact witnesses in connection with the potential hearing

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on the value of CEL Token on the Petition Date during the second week of the Confirmation Hearing.

The Committee has diligently worked with counsel to both potential fact witnesses to arrange for the submission of written direct testimony as required by the Court. Prior to gaining access to either witness, the Committee had extensive discussions with counsel for each of the potential fact witnesses regarding the Debtors' motion to enter into witness cooperation agreements. *See Dkt. No. 2147.* On September 20, 2023, the Court issued its *Decision to Grant Debtors' Witness Cooperation Agreement Motion* [Dkt. No. 3508], which provides procedures concerning the reimbursement of past and future out of pocket expenses of cooperating witnesses. In addition, counsel for one of the witnesses is currently traveling abroad.

In light of these events, the Committee does not believe will it be able to adequately prepare written direct examinations for the two potential fact witnesses by September 27, 2023, and requests an extension to October 11, 2023, the current deadline to submit written direct testimony in opposition to confirmation of the Plan. Confirmation Procedures Order ¶ 4.

The Committee does not believe that an extension of the deadline for written direct examinations will cause any party prejudice. No party filed an objection to the CEL Token Legal Issues by the deadline set forth in the *Notice of Discovery Schedule for Confirmation Hearing* [Dkt. No. 3356].¹ The Committee believes that the evidence provided by its experts and the witnesses it understands will be called by the Debtors will meet its burden to approve the CEL Token Settlement under Bankruptcy Rule 9019, which may obviate the need for any additional fact testimony. To the extent the Court determines otherwise, the submission of written direct testimony on October 11, 2023, will provide the Court and all other parties with the opportunity to consider such testimony prior to the second week of the Confirmation Hearing. To the extent the Court believes the Committee should submit the written direct testimony of its two potential fact witnesses before the deadline to submit evidence in opposition to confirmation, the Committee could be prepared to submit such testimony on October 4, 2023.

Accordingly, the Committee requests that the Court extend the deadline to submit written direct testimony of the two witnesses it may call during the second week of the Confirmation Hearing.

Sincerely,

/s/ Aaron Colodny

¹ One party, Thomas Luke Anusic, filed a letter regarding the CEL Token. *See Dkt. No. 3510.*